



UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

STEPHEN M. WILSON, *et al.*,
Plaintiffs,

v.

IMAGESAT INTERNATIONAL N.V., *et al.*,
Defendants.

Docket No. 07 Civ. 6176 (LTS)

**STIPULATION AND [PROPOSED] ORDER
CONCERNING SERVICE, DEADLINE TO
RESPOND TO THE COMPLAINT, AND
BRIEFING SCHEDULE FOR MOTIONS TO
DISMISS**

WHEREAS, the Complaint in this action was filed by Plaintiffs, Stephen M. Wilson, BRW Engineering Ltd., WIS Partners Ltd., Moshe Bar-Lev, Patrick Rosenbaum, Michael Morris, Haim Yifrah, Top Down Partners, LLC, Joel Levine, Morris Talanaky, Abraham Moshel, Magma International Services, Ltd., Albert Reichmann, Hexagram & Co., and Polybytes Company ("Plaintiffs") on July 2, 2007; and

WHEREAS, Plaintiffs' counsel has forwarded copies of the Summons and Complaint to the undersigned New York counsel for the Defendants as well as to the General Counsel of each of defendants ImageSat International N.V., Israel Aerospace Industries Ltd., and Elbit Systems Ltd. at their addresses in Israel; and

WHEREAS, based on Plaintiffs' mailing of the Summons and Complaint to the General Counsels, Defendants ImageSat International N.V., Israel Aerospace Industries Ltd., Elbit Systems Ltd., Moshe Keret, Izhak Nissan, Jacob Weiss, Shimon Eckhaus, Michael Federman, Estate of Jacob Toren, Joseph Ackerman, Joseph Gaspar, Gino Piperno-Beer, James DePalma, David Arzi, Yoav Chelouche, and Yehoshua Elder ("Defendants") have agreed not to challenge the sufficiency of process or the sufficiency of service of process with respect to the Complaint, subject to the terms and conditions of this Stipulation and Order; and

WHEREAS, the Plaintiffs have acknowledged that Defendants' agreement not to challenge the sufficiency of service is without prejudice to, and the Defendants do not waive, any defense to any claim (other than a defense as to adequacy or sufficiency of service) that any Defendant may assert in any motion or responsive pleading, including but not limited to any defenses or objections regarding lack of personal jurisdiction or improper venue;

NOW, THEREFORE, the parties hereto, by and through their respective counsel, hereby stipulate and agree as follows:

1. Defendants hereby acknowledge receipt of the Summons and Complaint in this action and Defendants waive any defense in this action based upon insufficiency of process or insufficiency of service of process. Defendants' waiver does not extend to any other defense they may have to the Complaint, including any defenses based upon lack of personal jurisdiction (except for insufficiency of process or insufficiency of service of process) or upon improper venue, and Defendants reserve the right to assert any such defenses, and Plaintiffs reserve the right to oppose same.

2. Each Defendant shall have until October 15, 2007 to respond by moving against or answering the Complaint. Plaintiffs' papers in opposition to any motions to dismiss must be filed on or before December 14, 2007. Defendants' reply papers must be filed on or before January 14, 2008.

3. This Stipulation may be executed in counterparts by any of the signatories hereto, including by facsimile, each of which shall constitute a duplicate original, and as so executed shall constitute one agreement.

DATED: July 23, 2007

GANFER & SHORE, LLP

By: 
Ira Brad Matetaky (IM1881)

NY2:07746839

*Attorneys for Defendant
Yehoshua Elder*

SO ORDERED:

LA 7/26/2007
Honorable Laura Taylor Swain
United States District Judge

NYZ-0748839

TOTAL P.10